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10 Attorneys for Defendant
INTUIT INC.

11
12 UNITED STATES DISTRICT COURT
13
14 NORTHERN DISTRICT OF CALIFORNIA, SAN JOSE DIVISION

15 **IN RE HIGH-TECH EMPLOYEE**
16 **ANTITRUST LITIGATION**

17 **THIS DOCUMENT RELATES TO:**
18 **All Actions**
19
20

Case No. 11-CV-2509 LHK

**DECLARATION OF CATHERINE T.
ZENG IN SUPPORT OF
DEFENDANTS' RESPONSE TO
PLAINTIFFS' ADMINISTRATIVE
MOTION TO FILE UNDER SEAL**

1
2 I, CATHERINE T. ZENG, declare:

3 1. I am an attorney at law, duly admitted to practice in the State of California and
4 before this Court. I am an associate at the law firm of Jones Day, counsel for Defendant Intuit
5 Inc. (“Intuit”) in the above captioned action. I submit this Declaration in support of Defendants’
6 Response to Plaintiffs’ Administrative Motion to Seal. As one of the attorneys involved in the
7 defense of this action, unless as otherwise stated, I have personal knowledge of the facts stated in
8 this Declaration and if called as a witness I could and would testify competently to them.

9 2. I have reviewed Plaintiffs’ Supplemental Motion and Brief for Class Certification
10 (“Supplemental Brief”), including the Expert Report of Kevin.F. Hallock, the Supplemental
11 Expert Report of Edward E. Leamer, PhD and accompanying exhibits, as well as the Declaration
12 of Lisa J. Cisneros and exhibits filed in support thereof. . As described below, the information
13 requested to be sealed quotes from or describes Intuit’s recruiting or compensation methods,
14 strategies, data, and practices. Intuit has designated this information as “HIGHLY
15 CONFIDENTIAL – ATTORNEYS’ EYES ONLY” pursuant to the Stipulated Protective Order in
16 this case.

17 3. As noted in the January 22, 2013 Declaration of Lisa K. Borgeson In Support of
18 Renewed Administrative Motion to File Under Seal (Dkt. No. 285) (“Borgeson Declaration”)
19 Intuit’s salary and compensation data, strategies and methods are non-public, highly sensitive and
20 confidential, and private to Intuit and its employees. Moreover, Intuit’s recruiting strategies,
21 methods, data and practices are also non-public and proprietary to Intuit. Therefore, information
22 pertaining to Intuit’s recruiting and compensation methods, strategies, practices and data is
23 confidential and public dissemination of that information could cause Intuit competitive harm.

24 4. Specifically, Intuit seeks to keep the following redacted portions of Plaintiffs’
25 Supplemental Brief under seal:

- 26 • **Page 19, lines 24** contain confidential information regarding new hire offers and
27 compensation, which pertains to Intuit’s confidential compensation and recruiting
28 methods, strategies and practices.

- **Page 19, lines 25-27** contain confidential information regarding salary determinations, which pertains to Intuit's confidential compensation methods, strategies and practices.
- **Page 19, line 28 through page 20, line 9** contain confidential information regarding salary determinations, which pertains to Intuit's confidential compensation methods, strategies and practices and Intuit's job organization methods, which pertains to Intuit's confidential business strategies and practices.
- **Page 20, lines 17-20** contain confidential information regarding specific compensation actions taken by Intuit, which pertains to Intuit's confidential compensation methods, strategies and practices.
- **Page 20, lines 22-23** contain confidential information regarding internal Intuit specific input into Intuit's confidential compensation methods, strategies and practices.

5. Intuit seeks to keep the following redacted portions of Kevin F.. Hallock's Expert Report under seal:

- **Page 11, footnote 14** contains confidential information regarding Intuit's job organization system methods. This is confidential Intuit information that pertains to Intuit's employee management practices.
- **Paragraph 86** contains confidential employee codes used by Intuit and testimony from Intuit's Chris Galy regarding those codes. This is confidential Intuit information that pertains to Intuit's employee management and compensation practices and.
- **Paragraph 87** contains confidential testimony from Intuit's Mason Stubblefield regarding benchmarking of jobs and retention strategies. This is confidential Intuit information that pertains to Intuit's compensation, employee management, and recruiting practices.
- **Paragraph 88** contains confidential information regarding employee classifications used by Intuit. This is confidential Intuit information that pertains

1 to Intuit's employee management practices.

- 2 • **Paragraph 159** contains confidential information from Intuit's Chris Galy
3 regarding Intuit's use of third party benchmarking information. This is
4 confidential Intuit information that pertains to Intuit's compensation and recruiting
5 practices.
- 6 • **Paragraph 160** contains confidential testimony from Intuit's Chris Galy regarding
7 Intuit hiring and specific employee compensation determinations. This is
8 confidential Intuit information that pertains to Intuit's compensation, employee
9 management, and recruiting practices.
- 10 • **Paragraph 161** contains confidential information pulled from a confidential
11 document regarding internal Intuit specific input into Intuit's confidential
12 compensation methods, strategies and practices.
- 13 • **Paragraph 162** contains confidential information pulled from a confidential
14 document regarding internal Intuit specific input into Intuit's confidential hiring
15 and recruiting methods, strategies and practices.
- 16 • **Paragraph 163** contains confidential information pulled from a confidential
17 document regarding Intuit's employee evaluation strategies. This is confidential
18 Intuit information that that pertains to Intuit's compensation, employee
19 management, and recruiting practices.
- 20 • **Paragraph 164** contains confidential information pulled from a confidential
21 document regarding compensation decision-making practices. This is confidential
22 Intuit information that pertains to Intuit's compensation, employee management,
23 and recruiting practices.
- 24 • **Paragraph 199** contains confidential testimony from Intuit's Alex Lintner
25 regarding efforts made relating to employee retention. This is confidential Intuit
26 information that pertains to Intuit's compensation and employee retention
27 practices.

28 6. Intuit seeks to keep the following redacted portion of Edward E. Leamer's

1 Supplemental Expert Report under seal:

- 2 • **Figure 19 (Page 31)** contains confidential information about actual average
3 compensation at Intuit. This is confidential employee salary information that
4 pertains to Intuit's compensation methods, strategies, practices and data.

5 7. Intuit seeks to keep the following redacted portion of Exhibit 2 to Dr. Leamer's
6 Supplemental Expert Report under seal:

- 7 • **Pages 19-20** contain confidential information about specific job titles at Intuit.
8 This is confidential Intuit information that pertains to Intuit's compensation and
9 employee management practices.

10 8. Intuit seeks to keep the following redacted portions of the following exhibits to the
11 Declaration of Lisa J. Cisneros, which are attached hereto, under seal:

- 12 • **Exhibit EE** contains confidential deposition testimony from Intuit's Bill Campbell
13 on pages 98:21-22, 99:18 and 100:19-21,¹ which pertain to a former Intuit
14 employee's identity and job performance. This is information is confidential and
15 private because the former employee has not sought to have his identity and job
16 performance placed in the public record.
- 17 • **Exhibit FF** contains confidential deposition testimony from Intuit's Chris Galy
18 regarding Intuit's practices with respect to recruiting strategies and compensation
19 methods pertaining to new hires, specific data inputs, total compensation and
20 specific compensation actions. This is confidential internal Intuit information that
21 pertains to Intuit's compensation and recruiting methods, strategies, practices and
22 data.
- 23 • **Exhibit GG** contains confidential deposition testimony from Intuit's Michael
24 McNeal regarding Intuit's compensation methods, including information about
25 budgets, and what inputs go into compensation decisions for Intuit employees.
26 This is confidential internal Intuit information that pertains to Intuit's

27
28 ¹ Defendant Google seeks to seal additional portions of Exhibit EE as described in its
Declaration in Support of Plaintiffs' Administrative Motion.

1 compensation methods, strategies, practices and data.

- 2 • **Exhibit HH** contains confidential deposition testimony from Intuit's Chuong
3 Nguyen regarding Intuit's practices with respect to recruiting strategies and
4 compensation methods including information about new hire offers, salary
5 determinations, and compensation practices. This is confidential internal Intuit
6 information that pertains to Intuit's compensation methods, strategies, practices
7 and data. In addition, Exhibit HH at page 74:11-20 contains confidential personal
8 information about Mr. Nguyen that he has not sought to place in the public record.
- 9 • **Exhibit II** contains confidential deposition testimony from Intuit's Mason
10 Stubblefield, regarding Intuit's practices with respect to compensation methods
11 pertaining to new hires, specific data inputs, market data, total compensation,
12 compensation systems and tools, and specific compensation actions, philosophies
13 and decisions. This is confidential internal Intuit information that pertains to
14 Intuit's compensation methods, strategies, practices and data.
- 15 • **Exhibit JJ** contains confidential deposition testimony from Intuit's Sherry
16 Whiteley regarding Intuit's practices with respect to recruiting and compensation
17 methods pertaining to new hires, employee reviews and performance ratings,
18 budgets, bonus compensation, equity, employee retention strategies, specific data
19 inputs, market data and specific compensation actions, philosophies and decisions.
20 This is confidential internal Intuit information that pertains to Intuit's recruiting
21 and compensation methods, strategies, practices and data.
- 22 • **Exhibit 912** contains confidential information about Intuit's determinations and
23 distribution decision making with respect to salaries, stock options, performance
24 incentive plans, merit increases and other compensation information. This is
25 confidential internal Intuit information that pertains to Intuit's compensation
26 methods, strategies, practices and data.
- 27 • **Exhibit 914** contains confidential information about Intuit's philosophies and
28 practices with respect to total compensation and employee engagement. This is

1 confidential internal Intuit information that pertains to Intuit's compensation
2 methods, strategies, practices and data.

- 3 • **Exhibit 1107** contains confidential information related to Intuit's determination of
4 business manager requirements and needs for new candidates. This is confidential
5 internal Intuit information that pertains to Intuit's recruiting methods, strategies,
6 practices and data.
- 7 • **Exhibit 1760** contains confidential information about Intuit's philosophies,
8 practices and decision making with respect to employee compensation. This is
9 confidential internal Intuit information that pertains to Intuit's compensation
10 methods, strategies, practices and data.
- 11 • **Exhibit 1761** contains confidential information about Intuit's philosophies and
12 practices with respect to total compensation, employee engagement, and career
13 progression. This is confidential internal Intuit information that pertains to Intuit's
14 compensation methods, strategies, practices and data.
- 15 • **Exhibit 2135** contains confidential information about Intuit's strategies, processes,
16 and performance with respect to candidate generation and recruiting. This is
17 confidential Intuit and employee data that pertains to Intuit's recruiting strategies,
18 methodologies, and practices.
- 19 • **Exhibit 2140** contains confidential information about Intuit's guidelines for new
20 hire equity grants. This is confidential Intuit and employee information that
21 contains both Intuit's recruiting and compensation strategies and employee
22 compensation information.
- 23 • **Exhibit 2142** contains confidential information from Intuit recruiters regarding
24 strategies, knowledge, and performance information with respect to Intuit's
25 candidate generation and recruiting efforts. This is confidential Intuit data that
26 pertains to Intuit's recruiting strategies, methodologies, and practices.
- 27 • **Exhibit 2738** contains confidential information regarding Intuit's compensation
28 and stock grant decision-making. This is confidential internal Intuit and employee

1 information that pertains to Intuit's compensation methods, strategies, practices
2 and data.

- 3 • **Exhibit 2739** contains confidential information regarding Intuit's compensation
4 practices, including salary and employee stock grant decision-making, employee
5 performance review process, and retention and recruiting guidelines. The
6 document also contains information on Intuit's collection and management of
7 internal and external compensation information. This is confidential internal Intuit
8 and employee data that pertains to Intuit's compensation, recruiting, and employee
9 management methods, strategies, practices and data.
- 10 • **Exhibit 2740** contains confidential information regarding Intuit's employee
11 performance review process and compensation practices, including salary and
12 employee stock grant decision-making. The document also contains information
13 on Intuit's collection and management of internal and external compensation
14 information. This is confidential internal Intuit and employee data that pertains to
15 Intuit's compensation and employee management methods, strategies, practices
16 and data.
- 17 • **Exhibit 2743** contains confidential information about an Intuit job profile and
18 related compensation and equity determinations. This is confidential internal
19 Intuit that pertains to Intuit's compensation and employee management methods,
20 strategies, practices and data.
- 21 • **Exhibit 2744** contains confidential information about compensation and stock
22 grant decision-making at Intuit. This is confidential internal Intuit and employee
23 data that pertains to Intuit's compensation methods, strategies, practices and data.

24 I declare under penalty of perjury under the laws of the United States that the foregoing is
25 true and correct. Executed on this 17th day of May, 2013 in San Francisco, California.

26 _____
27 /s/ Catherine T. Zeng
28 Catherine T. Zeng